

P9500000 1187

JAN-05-1995 12:35 FROM EMPIRE

TO

DIV CORP ELT FI P.21

S

11:36 AM

PUBLIC ACCESS SYSTEM
ELECTRONIC FILING COVER SHEET
(((H95000000150)))
TO: DIVISION OF CORPORATIONS FROM: EMPIRE CORPORATE KIT COMPANY
DEPARTMENT OF STATE 1492 W FLAGLER ST
STATE OF FLORIDA SUITE 200
409 EAST GAINES STREET MIAMI FL 33135- 3308-
TALLAHASSEE, FL 32399 CONTACT: RAY STORMONT
FAX: (904) 922-4000 PHONE: (305) 541-3894
FAX: (305) 541-3770

(((H95000000150))) DOCUMENT TYPE: FLORIDA PROFIT CORPORATION OR P.A.
NAME: DIPROES - NORTH AMERICA, INCORPORATES
FAX AUDIT NUMBER: H95000000150 CURRENT STATUS: REQUESTED
DATE REQUESTED: 01/05/1995 TIME REQUESTED: 11:36:29
CERTIFIED COPIES: 1 CERTIFICATE OF STATUS: 0
NUMBER OF PAGES: 4 METHOD OF DELIVERY: FAX
ESTIMATED CHARGE: \$122.50 ACCOUNT NUMBER: 072450003255

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.

(((H95000000150)))
** ENTER 'M' FOR MENU. **
ENTER SELECTION AND <CR>:
Help F1 Option Menu F2

M. BRIM JAN 5 1995

NUM

Connect: 00:21:

FILED

95 JAN -5 PM 3:17

RECEIVED

95 JAN -5 PM 1:46

ARTICLES OF INCORPORATION
OF
DIPROCS - NORTH AMERICA, INCORPORATED

ARTICLE I - NAME

The name of this corporation is Diprocs - North America Incorporated.

ARTICLE II - DURATION

The period of its duration be perpetual.

ARTICLE III - PURPOSE

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue 3000 shares, all of one class, at \$1.00 per share value.

ARTICLE V - INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered agent and office of this corporation is as follows:

Stuart J. Edelman, Esquire
328 Minorca Avenue
Second Floor
Coral Gables, Florida 33134

The corporate address is:

328 Minorca Avenue
Second Floor
Coral Gables, Florida 33146

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have at least one director initially. The number of directors may be either increased or decreased from time to time by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one.

H95000000150

H95000000150

FILED
JUN-5 PM 3:17

H95000000150

ARTICLE VII - INCORPORATOR

The name and address of the Incorporator signing these Articles of Incorporation is:

Stuart J. Edelman
328 Minorca Avenue
Second Floor
Coral Gables, Florida 33146

ARTICLE VIII - AMENDMENT OF ARTICLES

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 30 day of December, 1994.



STUART J. EDELMAN

STATE OF FLORIDA)
) SS.:
COUNTY OF DADE)

BEFORE ME, the undersigned authority, personally appeared STUART J. EDELMAN, to me known to be the person who executed the foregoing Articles of Incorporation, and he acknowledged to and before me that he executed such instrument.

The foregoing instrument was acknowledged before me this 30th day of December, 1994 by STUART J. EDELMAN, who is personally known to me or who has produced as identification and who did take an oath.

LVL


NOTARY PUBLIC, STATE OF FLORIDA
AT LARGE

My Commission Expires:



MAGDALENA HINOJOSA
COMMISSION # CC 978998
EXPIRES MAY 31, 1998
BONDED THROUGH
ATLANTIC BONDING CO., INC.

H95000000150

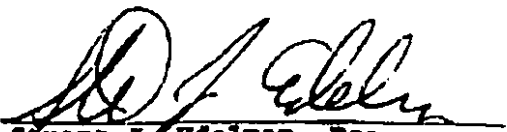
**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:

THAT DIPRODS - NORTH AMERICA, INCORPORATED, DESIRING TO
ORGANIZE OR QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH
ITS PRINCIPAL PLACE OF BUSINESS AT MIAMI, FLORIDA, HEREBY NAMES
STUART J. EDELMAN, ESQUIRE, LOCATED AT 328 MINORCA AVENUE, SECOND
FLOOR, CORAL GABLES, FLORIDA 33134, AS ITS AGENT TO ACCEPT SERVICE
OF PROCESS WITHIN FLORIDA.

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE
STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I
HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY
WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND
COMPLETE PERFORMANCE OF MY DUTIES.

DATE: December 30, 1994


STUART J. EDELMAN, Esq.
REGISTERED AGENT

DIPRODS.DOT

95 JAN - 5 11:17